

ASSIGNMENT OF INTELLECTUAL PROPERTY

THIS ASSIGNMENT made as of June 2, 2009, with effect as of the Closing Date (as defined in the Purchase Agreement (as defined below)), by and between **NEWSTEP NETWORKS INC.**, a corporation incorporated under the laws of Canada (the "**Vendor**") and **4515218 CANADA INC.**, a corporation incorporated under the laws of Canada (the "**Purchaser**");

WHEREAS the Vendor and the Purchaser are parties to that certain asset purchase agreement dated as of the date hereof (the "**Purchase Agreement**") and any capitalized terms not otherwise defined in this Assignment shall have the meanings ascribed thereto in the Purchase Agreement;

AND WHEREAS pursuant to the terms and provisions of the Purchase Agreement, the Vendor desires to assign to the Purchaser all of the Vendor's right, title and interest in and to all of the Vendor's Intellectual Property, which includes, for greater certainty and without limiting the foregoing, all patents, patent applications and registrations, trade-marks, trade-mark applications and registrations, copyrights, copyright applications and registrations, trade names and industrial designs, industrial design applications, domestic or foreign including the registered patents and trade-marks and patent applications and trade-mark applications listed on Exhibit "A" attached hereto;

NOW THEREFORE pursuant to the terms and provisions of the Purchase Agreement and for good and valuable consideration, the receipt and sufficiency of which is hereby expressly acknowledged, the parties hereto agree as follows:

1. Subject to the terms and conditions of this Assignment and in consideration of the obligations and amounts payable under the Purchase Agreement, the Vendor hereby assigns, transfers and conveys to the Purchaser as of the Closing Time all of its worldwide right, title and interest in and to the Vendor's Intellectual Property and all rights, claims and privileges pertaining thereto including, without limitation, the right to prosecute and maintain applications and registrations for such Intellectual Property and the right to sue and recover damages for past, present and future infringement of such Intellectual Property.
2. This Assignment is delivered pursuant to and is subject to all of the terms and conditions of the Purchase Agreement. In the event of any inconsistency between the provisions hereof and those of the Purchase Agreement, the provisions of the Purchase Agreement shall prevail.
3. This Assignment shall be binding upon and enure to the benefit of the parties and their respective successors and assigns.
4. This Assignment may be executed and delivered in counterparts, each of which so executed and delivered shall be deemed to be an original and all of which shall constitute one and the same instrument and shall be governed by, and construed in accordance with, the laws of the Province of Ontario and federal laws of Canada applicable therein, without regard to any conflict of law principles.

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IN WITNESS WHEREOF the parties hereto have duly executed this Assignment as of the day and year first above written.

NEWSTEP NETWORKS INC.

Signed: Desmond Ali
Desmond Ali
Authorized Signatory

4515218 CANADA INC.

Signed: Desmond Ali
Desmond Ali
Authorized Signatory

CERTIFICATE OF ACKNOWLEDGEMENT

I, Ryan Ctelback, a Notary Public in and for the Province of Ontario do hereby certify that Desmond Ali, personally known to me to be the same person(s) whose name(s) is (are) subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that they signed, sealed and delivered the said instrument as a free act and deed on behalf of the identified corporations, NEWSTEP NETWORKS INC. and 4515218 CANADA INC., with authority to do so.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal, this 2nd day of June, 2009.

[Signature]
Notary Public
Commission Expires: _____



EXHIBIT "A"
Intellectual Property

Transferred Intellectual Property

- Trade-Marks:

Country	Trade-mark	Reg. #/App. #
CA	CONVERGED SERVICES NODE	1,262,561
US	CONVERGED SERVICES NODE (Pending)	78/671,872
CA	NEWSTEP	TMA637,339
US	NEWSTEP	3204954

- Domain names:

- www.newstep.com
- www.newstepnetworks.com

- Patents (listed below):

Our Ref.	Code	Issue Date	Patent #	Title	Inventors	Owner	Reg. Date	Regis Doc	Maintenance Fee Interval	Next MF Due Date
9-16310-13CA	CA	25/6/02	2216620	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMONT T Colin A. REID	NEWSTEP NETWORKS INC.	5/4/07		Annually	24/9/09
9-16310-13DE	DE	1/9/04	1018271	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMONT T Colin A. REID	NEWSTEP NETWORKS INC.	06/18/04	EP Patent Certificate	Annually	23/9/09
9-16310-13EP	EP	1/9/04	1018271	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMONT T Colin A. REID	NEWSTEP NETWORKS INC.	06/18/04	Patent Certificate	Annually	No further renewal fees due
9-16310-13FR	FR	1/9/04	1018271	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMONT T Colin A. REID	NEWSTEP NETWORKS INC.	06/18/04	EP Patent Certificate	Annually	23/9/09
9-16310-13GB	GB	1/9/04	1018271	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMONT T Colin A. REID	NEWSTEP NETWORKS INC.	06/18/04	EP Patent Certificate	Annually	23/9/09

Our Ref.	Code	Issue Date	Patent #	Title	Inventors	Owner	Reg. Date	Regis Doc	Maintenance Fee Interval	Next MF Due Date
9-16310-13MX	MX	18/12/03	218335	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMON T Colin A. REID	NEWSTEP NETWORKS INC.	11/4/04		Every 5 Years	23/9/09
9-16310-13US	US	1/5/01	6226289	METHOD AND APPARATUS FOR DYNAMICALLY ROUTING CALLS IN AN INTELLIGENT NETWORK	Lloyd WILLIAMS Normand A. CLERMON T Colin A. REID	BELL CANADA REVD NETWORKS NEWSTEP NETWORKS INC.	03/05/01 02/27/04 12/27/05	011565/0029 015008/0744 017136/0944	31/2, 71/2 and 111/2 Years	1/11/12
9-16310-18CA	CA	4/12/01	2225937	METHOD AND SYSTEM FOR COMPLETING A VOICE CONNECTION BETWEEN FIRST AND SECOND VOICE TERMINALS IN A SWITCHED TELEPHONE NETWORK	Gordon J. GILBERT Gordon M. MELICK Lloyd Williams Colin A. REID	NEWSTEP NETWORKS INC.	5/4/07		Annually	24/12/09
9-16310-18EP	ep	13/10/04	1042922	METHOD AND SYSTEM FOR COMPLETING A VOICE CONNECTION IN A SWITCHED TELEPHONE NETWORK	Gordon J. GILBERT Gordon M. MELICK Lloyd Williams Colin A. REID	NEWSTEP NETWORKS INC.	22/6/04	Patent Certificate	Annually	no further renewal fees due

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9-16310-18MX	MX	26/5/04	220616	METHOD AND SYSTEM FOR COMPLETING A VOICE CONNECTION BETWEEN FIRST AND SECOND VOICE TERMINALS IN A SWITCHED TELEPHONE NETWORK	Gordon J. GILBERT Gordon M. MELICK Lloyd Williams Colin A. REID	NEWSTEP NETWORKS INC.	Filed 11/04/04		Every 5 Years	22/6/09
9-16310-18US	US	1/8/00	6097804	METHOD AND SYSTEM FOR COMPLETING A VOICE CONNECTION BETWEEN FIRST AND SECOND VOICE TERMINALS IN A SWITCHED TELEPHONE NETWORK	Gordon J. GILBERT Gordon M. MELICK Lloyd Williams Colin A. REID	BELL CANADA REVD NETWORKS, INC. NEWSTEP NETWORKS INC.	1223/97 0227/04 1227/05	008948/0 608 015008/0 771 017136/0 881	31/2, 71/2 and 111/2 Years	1/2/12
9-16310-21CA	CA	28/5/02	2270601	METHOD AND SYSTEM FOR USING TCP/IP SIGNALING FOR IMPROVED CALL SETUP FROM A VIRTUAL SWITCHING POINT	Lloyd WILLIAMS Gordon J. GILBERT	NEWSTEP NETWORKS INC.	5/4/07		Annually	3/5/09
9-16310-21BR	BR			METHOD AND SYSTEM FOR IMPROVED CALL SETUP	Lloyd WILLIAMS Gordon J. GILBERT	NEWSTEP NETWORKS INC.	11/5/05	Industria 1 Property Journal	Annually	3/5/09

Our Ref.	Code	Issue Date	Patent #	Title	Inventors	Owner	Reg. Date	Regis Doc	Maintenance Fee Interval	Next MF Due Date
9-16310-21FR	FR	15/1/03	1075768	METHOD AND SYSTEM FOR IMPROVED CALL SETUP	Lloyd WILLIAMS Gordon J. GILBERT	NEWSTEP NETWORKS INC.	06/26/06	Registration Certificate	Annually	3/5/09
9-16310-21US	US	22/5/01	6236722	METHOD AND SYSTEM FOR USING TCP/IP SIGNALING FOR IMPROVED CALL SETUP FROM A VIRTUAL SWITCHING POINT	Lloyd WILLIAMS Gordon J. GILBERT	BELL CANADA REVD NETWORKS INC.	05/01/98 12/08/03 12/20/05	9148/085 6 014754/0 727 016914/0 799	31/2, 71/2 and 111/2 Years	22/11/12
9-16310-31CA	CA	9/9/03	2300653	ENHANCED APPLICATION TELEPHONE NETWORK	Lloyd WILLIAMS	NEWSTEP NETWORKS INC.	5/4/07		Annually	14/3/09
9-16310-31US	US	10/12/02	6493444	ENHANCED APPLICATION TELEPHONE NETWORK	Lloyd WILLIAMS	BELL CANADA REVD NETWORKS, INC.	03/16/99 12/02/03 04/25/06	009839/0 612 014162/0 938 017519/0 913	31/2, 71/2 and 111/2 Years	10/6/10
9-16310-36CA-1	CA			APPARATUS FOR VENDING AND DELIVERING TELEPHONE SERVICES	Lloyd WILLIAMS	BELL CANADA REVD NETWORKS INC.	02/16/05 02/16/05	0528118 3 0530784 6	Annually	17/12/09

Our Ref.	Code	Issue Date	Patent #	Title	Inventors	Owner	Reg. Date	Regis Doc	Maintenance Fee Interval	Next MF Due Date
9-16310-45US	US	4/1/05	6839422	METHOD AND APPARATUS FOR PROVIDING LOCAL CALL TREATMENT DISCRIMINATION FOR SELECTED CALLS ON A SWITCHED TELEPHONE NETWORK	Lloyd WILLIAMS Alexander MARKHA M. David Edward JOHNSTON	BELL CANADA REVD NETWORKS INC. NEWSTEP NETWORKS INC.	07/18/02 12/15/03 05/21/04	013120/03 42 014784/09 48 015355/05 94	3 1/2, 7 1/2 and 11 1/2 Years	4/7/12
9-16310-64CA	CA	28/6/05	2349125	METHOD AND APPARATUS FOR EFFECTING TELECOMMUNICATIONS SERVICE FEATURES USING CALL CONTROL INFORMATION EXTRACTED FROM A BEARER CHANNEL	Lloyd WILLIAMS Alexander MARKHA M. David Edward JOHNSTON	BELL CANADA REVD NETWORKS INC. NEWSTEP NETWORKS INC.	06/29/01 07/10/03 03/02/05	5128437 0522951 9 0531009 1	Annually	28/5/09
9-16310-64MX	MX	28/9/06	240608	SERVICE PROVISION	Lloyd WILLIAMS Alexander MARKHA M. David Edward JOHNSTON	NEWSTEP NETWORKS INC.	09/28/06	Patent Certificate	Every 5 Years	4/3/11
9-16310-64US	US	20/4/04	6724876	METHOD AND APPARATUS FOR EFFECTING TELECOMMUNICATIONS SERVICE FEATURES USING CALL CONTROL INFORMATION EXTRACTED FROM A BEARER CHANNEL	Lloyd WILLIAMS Alexander MARKHA M. David Edward JOHNSTON	BELL CANADA REVD NETWORKS INC. NEWSTEP NETWORKS INC.	06/11/01 12/15/03 05/21/04	011886/0 045 014784/0 948 015355/0 594	3 1/2, 7 1/2 and 11 1/2 Years	20/10/11

Our Ref.	Code	Issue Date	Patent #	Title	Inventors	Owner	Reg. Date	Regis Doc	Maintenance Fee Interval	Next MF Due Date
9-16310-71US	US	20/7/04	6766009	METHOD AND SYSTEM FOR CORRELATING TELEPHONE CALLS WITH INFORMATION DELIVERY	Lloyd WILLIAMS Alexander MARKHA M. David Edward JOHNSTON	BELL CANADA REVD NETWORKS INC. NEWSTEP NETWORKS INC.	03/07/02 12/15/03 05/21/04	0126931/0 635 014784/0 948 015355/0 594	31/2, 71/2 and 111/2 Years	20/1/12
9-16310-72CA-2	CA			METHOD AND SYSTEM FOR PROVIDING ACCESS TO A VOICE MAIL SYSTEM	Lloyd WILLIAMS	BELL CANADA NEWSTEP NETWORKS INC.	02/22/06 02/22/06	0517777 5 0525970 0	Annually	9/7/09
9-16310-76US	US			METHOD AND APPARATUS FOR SUBSCRIBER CONTROL OF AN INBOUND CALL	Michael KAHNERT Lloyd WILLIAMS	NEWSTEP NETWORKS INC.	03/23/04	015131/0 561	N/A	N/A
9-16310-76CA	CA			METHOD AND APPARATUS FOR SUBSCRIBER CONTROL OF AN INBOUND CALL	Michael KAHNERT Lloyd WILLIAMS	NEWSTEP NETWORKS INC.	11/22/06	5398945	Annually	23/3/09
9-16310-76EP	EP			METHOD AND APPARATUS FOR SUBSCRIBER CONTROL OF AN INBOUND CALL	Michael KAHNERT Lloyd WILLIAMS	NEWSTEP NETWORKS INC.	11/15/06	Notice of Publication	Annually	23/3/09
9-16310-78CA	CA			METHOD, SYSTEM AND APPARATUS FOR CALL PATH RECONFIGURATION	Lloyd WILLIAMS Maslamany RAGUPAR AN	NEWSTEP NETWORKS INC.	09/23/05	5337636	Annually	8/8/09

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9-16310-78EP	EP			METHOD, SYSTEM AND APPARATUS FOR CALL PATH RECONFIGURATION	Lloyd WILLIAMS Masilany RAGUPAR AN	NEWSTEP NETWORKS INC.	05/31/06	Notice of Publication	Annually	13/12/09
9-16310-78US	US	17/4/07	7206582	METHOD, SYSTEM AND APPARATUS FOR CALL PATH RECONFIGURATION	Lloyd WILLIAMS Masilany RAGUPAR AN	NEWSTEP NETWORKS INC.	12/27/04	016126/0905	31/2, 71/2 and 111/2 Years	17/10/10
16310-80CA	CA			METHOD AND SYSTEM FOR A COMMUNICATIONS SESSION JOIN FUNCTION TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Frank TOM Lloyd WILLIAMS Masilany RAGUPAR AN	NEWSTEP NETWORKS INC.	07/26/06	5381007	Annually	19/6/09
16310-80EP	EP			METHOD AND SYSTEM FOR A COMMUNICATIONS SESSION JOIN FUNCTION TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Frank TOM Lloyd WILLIAMS Masilany RAGUPAR AN	NEWSTEP NETWORKS INC.	12/27/06	Publication	Annually	21/6/09

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16310-80US	US			METHOD AND SYSTEM FOR A COMMUNICATIONS SESSION JOIN FUNCTION TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Frank TOM Lloyd WILLIAMS Maslamany RAGUPAR AN	NEWSTEP NETWORKS INC.	06/20/06	017812/0770	N/A	N/A
16310-81CA	CA			SYSTEM AND METHOD FOR ASSIGNING A TEMPORARY SUBSCRIBER IDENTITY TO A ROAMING MOBILE SUBSCRIBER STATION	Frank TOM Andre MOSKAL	NEWSTEP NETWORKS INC.	4/12/06	5367371	Annually	14/3/09
16310-81EP	EP			SYSTEM AND METHOD FOR ASSIGNING A TEMPORARY SUBSCRIBER IDENTITY TO A ROAMING MOBILE SUBSCRIBER STATION	Frank TOM Andre MOSKAL	NEWSTEP NETWORKS INC.	08/23/06	Notice of Publication	Annually	14/3/09
16310-81US	US	30/10/07	7289805	SYSTEM AND METHOD FOR ASSIGNING A TEMPORARY SUBSCRIBER IDENTITY TO A ROAMING MOBILE SUBSCRIBER STATION	Frank TOM Andre MOSKAL	NEWSTEP NETWORKS INC.	03/14/05	016380/0323	31/2, 71/2 and 111/2 Years	30/4/11

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16310-83US	US			METHOD AND SYSTEM FOR DIRECTED CALL ESTABLISHMENT TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Philip RICHARDS Andre MOSKAL David BRIDGE Frank TOM Lloyd WILLIAMS Masilamany RAGUPAR AN Alexander MARKMA N	NEWSTEP NETWORKS INC.	8/2/06	018041/0687	N/A	N/A
16310-83PCT	PCT			METHOD AND SYSTEM FOR DIRECTED CALL ESTABLISHMENT TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Philip RICHARDS Andre MOSKAL David BRIDGE Frank TOM Lloyd WILLIAMS Masilamany RAGUPAR AN Alexander MARKMA N	NEWSTEP NETWORKS INC.			N/A	N/A

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16310-83CA	CA			METHOD AND SYSTEM FOR DIRECTED CALL ESTABLISHMENT TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Philip RICHARDS Andre MOSKAL David BRIDGE Frank TOM Lloyd WILLIAMS Masilany RAGUPAR AN Alexander MARKMA N	NEWSTEP NETWORKS INC.			Annually	25/7/09
16310-84US	US			METHOD AND SYSTEM FOR DYNAMIC CALL ANCHORING	Masilany RAGUPAR AN Boris ROZINOV	NEWSTEP NETWORKS INC.			N/A	N/A
15080101	PCT			METHOD AND SYSTEM FOR DYNAMIC CALL ANCHORING	Masilany RAGUPAR AN Boris ROZINOV	NEWSTEP NETWORKS INC.			N/A	N/A

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15595201	EP			METHOD AND SYSTEM FOR DIRECTED CALL ESTABLISHMENT TO FACILITATE THE PROVISION OF ENHANCED COMMUNICATIONS SERVICES	Philip RICHARDS Andre MOSKAL David BRIDGE Frank TOM Lloyd WILLIAMS Masilany RAGUPAR AN Alexander MARKMA N	NEWSTEP NETWORKS INC.			Annually	25/7/09